

(Attorney list on signature page)

**UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION**

IN RE Bank of America Corp. Auction Rate
Securities Marketing Litigation:

RICHARD S. BONDAR, as Trustee of the
Bondar Family Trust Dated 4/1/91, Individually
and on Behalf of All Others Similarly Situated,

Plaintiff,

V₁

BANK OF AMERICA CORPORATION, BANC OF AMERICA INVESTMENT SERVICES, INC., and BANC OF AMERICA SECURITIES LLC.

Defendants.

MDL No. 09-2014

This Document Relates to:

Case No. C08-02599 JSW

**STIPULATION AND [PROPOSED]
ORDER GRANTING LEAVE TO
EXCEED PAGE LIMITS
ESTABLISHED BY THE COURT'S
CIVIL STANDING ORDERS**

Judge: Jeffrey S. White

The parties hereto, Lead Plaintiffs N.R. Hamm Quarry, Inc. and Ed O’Gara (collectively “Lead Plaintiffs”), and Defendants Bank of America Corporation, Banc of America Investment Services, Inc., and Banc of America Securities LLC (collectively “Defendants”), by and through their respective counsel of record, hereby stipulate as follows:

WHEREAS, on March 9, 2009, this Court approved the parties' stipulation to set a 25-page limit on the parties' principal motion-to-dismiss briefs related to the First Amended Class Action Complaint ("FAC");

WHEREAS, Class Plaintiffs filed a Second Amended Class Action Complaint (“SAC”) on May 12, 2009;

WHEREAS, like the FAC, the SAC asserts federal securities-fraud claims related to auction-rate securities (“ARS”), financial instruments that pay interest at rates set at periodic auctions;

WHEREAS, like the FAC, the SAC alleges that Defendants engaged in a comprehensive scheme to defraud purchasers of ARS by manipulating the market for ARS and misrepresenting

1 and failing to disclose material facts to purchasers of ARS in violation of Section 10(b) of the
2 Securities Exchange Act of 1934 and Rules 10b-5(a), (b) and (c) promulgated thereto;

3 **WHEREAS**, in light of the SAC's scope and complexity, Defendants request a modest
4 increase in the page limits imposed by this Court's Civil Standing Orders for Defendants' motion
5 to dismiss; and

6 **WHEREAS**, Lead Plaintiffs do not object to Defendants' request for additional pages for
7 their brief in support of their motion to dismiss, provided that Lead Plaintiffs are allowed an equal
8 number of pages for their brief in opposition to the motion to dismiss.

9 **IT IS THEREFORE STIPULATED AND AGREED**, by and between Lead Plaintiffs
10 and Defendants, acting through their respective counsel, subject to this Court's approval, as
11 follows:

12 1. Defendants' memorandum of law in support of their motion to dismiss shall not
13 exceed 25 pages; and

14 2. Lead Plaintiffs' memorandum of law in opposition to Defendants' motion to
15 dismiss shall not exceed 25 pages.

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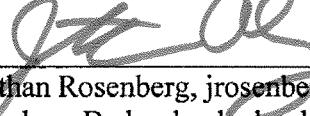
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1 Dated: August 31, 2009

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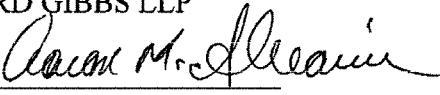
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9 *Lead Counsel for the Class*

PROPOSED ORDER

Having reviewed the above stipulation, **IT IS HEREBY ORDERED** that the page limits for the motion-to-dismiss briefing in this matter shall be:

Defendants' motion to dismiss: 25 pages

Lead Plaintiffs' opposition to Defendants' motion to dismiss: 25 pages

PURSUANT TO THE STIPULATION, IT IS SO ORDERED.

Date: September 2, 2009

The Honorable Jeffrey S. White
United States District Judge